

Hearing Date: July 16, 2009 at 11:00 a.m.
Objection Deadline: July 14 2009, at 4:00 p.m.

Gregg M. Galardi, Esq.
Ian S. Fredericks, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,
LLP
One Rodney Square
PO Box 636
Wilmington, Delaware 19899-0636
(302) 651-3000

Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
MCGUIREWOODS LLP
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

- and -

Chris L. Dickerson, Esq.
SKADDEN, ARPS, SLATE, MEAGHER & FLOM,
LLP
155 North Wacker Drive
Chicago, Illinois 60606
(312) 407-0700

Counsel to the Debtors and
Debtors in Possession

UNITED STATES BANKRUPTCY COURT
EASTERN DISTRICT OF VIRGINIA
RICHMOND DIVISION

In re:) Chapter 11
)
CIRCUIT CITY STORES, INC.,) Case No. 08-35653-KRH
et al.,)
)
) Jointly Administered
Debtors.)
)

NOTICE OF MOTION AND NOTICE OF HEARING ON
MOTION FOR ORDERS PURSUANT TO BANKRUPTCY CODE SECTIONS 105
AND 363 AND BANKRUPTCY RULES 2002 AND 6004 (I)(A) APPROVING
PROCEDURES IN CONNECTION WITH SALES OF MISCELLANEOUS
INTELLECTUAL PROPERTY ASSETS, (B) AUTHORIZING SELLERS TO
ENTER INTO STALKING HORSE AGREEMENTS IN CONNECTION
THEREWITH, (C) APPROVING THE PAYMENT OF TERMINATION FEES IN
CONNECTION THEREWITH, (D) APPROVING FORM AND MANNER OF SALE
NOTICE AND (E) SETTING AUCTION AND HEARING DATES;
(II) APPROVING SALES OF MISCELLANEOUS INTELLECTUAL PROPERTY
ASSETS FREE AND CLEAR OF ALL INTERESTS; AND (III) GRANTING
RELATED RELIEF

PLEASE TAKE NOTICE that on July 6, 2009, the above-captioned debtors and debtors-in-possession (the "Debtors") filed the Motion for Orders Pursuant to Bankruptcy Code Sections 105 and 363 and Bankruptcy Rules 2002 and 6004 (I)(A) Approving Procedures in Connection with Sales of Miscellaneous Intellectual Property Assets, (B) Authorizing Sellers to Enter Into Stalking Horse Agreements in Connection Therewith, (C) Approving the Payment of Termination Fees in Connection Therewith, (D) Approving Form and Manner of Sale Notice and (E) Setting Auction and Hearing Dates; (II) Approving Sales of Miscellaneous Intellectual Property Assets Free and Clear of All Interests; and (III) Granting Related Relief (the "Motion").

Your rights may be affected. You should read these papers carefully and discuss them with your attorney, if you have one in these bankruptcy cases. (If you do not have an attorney, you may wish to consult one.) Under Local Bankruptcy Rule 9013-1, unless a written response to the Motion is filed with the Clerk of the Court and served on the moving party, the trustee and those parties as required by the Order Pursuant to Bankruptcy Code Sections 102 and 105, Bankruptcy Rules 2002 and 9007, and Local Bankruptcy Rules 2002-1 and 9013-1 Establishing Certain Notice, Case Management and Administrative Procedures (entered on November 13, 2008 at Docket No. 130) (the "Case Management Order") no later than two (2) business days before the scheduled hearing date, the Court may deem any opposition waived, treat the Motion as conceded, and issue an order granting the requested relief without further notice or hearing. If you do not want the Court to approve the Motion, or if you want the Court to consider your views on the Motion, then you or your attorney must:

- [X] File with the Court, either electronically or at the address shown below, a written response pursuant to Local Bankruptcy Rule 9013-1(H). If you mail your response to the Court for filing, you must mail it early enough so the Court will **receive it on or before July 14, 2009 at 4:00 p.m.**

Clerk of Court
United States Bankruptcy Court
701 East Broad Street, Suite 4000
Richmond, Virginia 23219

- [X] Pursuant to the Case Management Order, you must also serve a copy of any written response and request for hearing by the foregoing date via electronic mail on the following:(i) the Core Group, which includes the Debtors, co-counsel to the Debtors, the Office of the United States Trustee, co-counsel for any committee, counsel to the agents for the Debtors' prepetition lenders, and counsel to the agents for the Debtors' postpetition lenders; (ii) the 2002 List; and (iii) those additional parties as required by the Case Management Order (all of which are defined in the Case Management Order), which can be found at www.kccllc.net/circuitcity.
- [X] Attend a hearing before the Honorable Kevin Huennekens, United States Bankruptcy Judge, at 11:00 a.m. (Eastern Time) on July 16, 2009 at the United States Bankruptcy Court, Room 5000, 701 East Broad Street, Richmond, Virginia 23219. If you or your attorney do not attend the hearing, the Court may grant the relief requested in the Motion.

If you or your attorney do not take these steps, the Court may decide that you do not oppose the relief sought in the Motion and may enter an order granting the relief requested.

Dated: July 6, 2009 SKADDEN, ARPS, SLATE, MEAGHER &
Richmond, Virginia FLOM, LLP
 Gregg M. Galardi, Esq.
 Ian S. Fredericks, Esq.
 P.O. Box 636
 Wilmington, Delaware 19899-0636
 (302) 651-3000

- and -

SKADDEN, ARPS, SLATE, MEAGHER &
FLOM, LLP
Chris L. Dickerson, Esq.
155 North Wacker Drive
Chicago, Illinois 60606
(312) 407-0700

- and -

MCGUIREWOODS LLP

/s/ Douglas M. Foley .
Dion W. Hayes (VSB No. 34304)
Douglas M. Foley (VSB No. 34364)
One James Center
901 E. Cary Street
Richmond, Virginia 23219
(804) 775-1000

Counsel for Debtors and Debtors
in Possession

\9143698.1